

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
IBFA Acquisition Company, LLC)	
By its Receiver)	WB Docket No. 15-_____
<i>Transferor</i>)	
)	
<i>And</i>)	
)	
First Choice Technology, Inc.)	
<i>Transferee</i>)	
)	
Application for Consent to Transfer Control/ Assignment of Company Holding International Authorization and Blanket Domestic Authorization Pursuant to Section 214 of the Communications Act of 1934, as Amended)	File No. ITC-T/C-2015_____

COMBINED APPLICATION

IBFA Acquisition Company, LLC (“IBFA”) through Scott Howsare, an individual, in his capacity as court appointed Receiver^{1/} (“IBFA”, together with Receiver which shall hereinafter collectively be referred to as “Transferors”) and First Choice Technology (“First Choice”) (First Choice and Transferors are collectively referred to as “Applicants”) hereby request authority pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. §214 (the “Act”), and Sections 63.04 and 63.24(e) of the Commission’s Rules, 47 C.F.R. §§ 63.04, 63.24(e), to assign the specified assets ^{2/} of

¹ On July 23, 2014, First Choice was awarded, subject to appropriate regulatory approvals, the assets of IBFA in an auction held by Thermo Credit, LLC as secured creditor of IBFA Acquisition Company, LLC. The Court Order in Case No. 14L50087 and Bill of Sale is attached.

² First Choice did not acquire all of the assets of IBFA. Those assets comprising the local service business and other physical assets of IBFA were not acquired and will remain part of IBFA.

IBFA to First Choice. Pursuant to an Order of the Circuit Court of Cook County, Illinois, the Receiver was authorized to enter into a Bill of Sale transferring the long distance assets of IBFA to First Choice, such that upon consummation of the transaction, First Choice will acquire substantially all of the long distance customer assets of IBFA, including, but not limited to, IBFA's long distance customer accounts.

IBFA is a provider of resold local and long distance services on a nationwide basis. First Choice is a provider of resold long distance services in 38 states. Pursuant to Section 63.04(b) of the Commission's Rules, 47 C.F.R. § 63.04(b), the Applicants are filing a combined application for Commission consent to the proposed transfer of control. The Applicants provide below the information required by Section 63.24(e)(2) of the Commission's Rules, 47 C.F.R. § 63.24(e)(2). *Exhibit A* provides the additional information requested by Section 63.04(a)(6) through (a)(12) of the Commission's Rules, 47 C.F.R. § 63.04(a)(6)-(12).

This transaction will not involve a transfer of operating authority. The proposed assets to be transferred consist exclusively of IBFA's long distance customer accounts.

The Applicants respectfully request streamlined treatment of this Application pursuant to Sections 63.03 and 63.12 of the Commission's Rules, 47 C.F.R. §§ 63.03 and 63.12. This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission's Rules, 47 C.F.R. § 63.03(b)(2), because (1) the proposed transaction will result in First Choice (including its affiliates, as that term is defined in Section 3(1) of the Act) having a market share in the interstate, interexchange market of less than 10 percent; (2) First Choice will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas

served by a dominant local exchange carrier that is not a party to the transaction; and (3) neither IBFA, First Choice, nor any of their respective affiliates are regulated as dominant with respect to any service.

This Application also qualifies for streamlined treatment under Section 63.12 because post-close (1) First Choice is not affiliated with any dominant U.S. carrier whose services First Choice may resell; (2) First Choice is not affiliated with any foreign carriers; and (3) none of the other provisions contained in Section 63.12(c) of the Commission's Rules, 47 C.F.R. § 63.12(c), apply.

I. APPLICANTS

A. IBFA Acquisition Company, LLC (FRN 0013342373)

IBFA Acquisition Company, LLC is a Michigan limited liability company. IBFA is located at 353 Sacramento Street, Suite 1500, San Francisco, CA 94111. IBFA is a provider of resold local and long distance services on a nationwide basis.

IBFA was authorized by the Commission under Section 214 of the Act in File No. ITC-214-20050425-00157 to provide international telecommunications services on a global or limited global facilities-based and resale basis. IBFA will continue to hold its Commission authorizations to provide international services following the transfer of control.

B. First Choice Technology, Inc. (FRN 001188416)

First Choice, a Delaware corporation, is located at 903 Lake Lily Drive, Suite A-125, Maitland, FL 32751. First Choice currently provides long distance services in 38 states. First Choice was authorized by the Commission under Section 214 of the Act in File No. ITC-214-20040616-00232 to provide international telecommunications services on a global or limited global facilities-based and resale basis.

II. DESCRIPTION OF THE TRANSACTION

By this Application, the Applicants request approval for the transfer of control of the long distance telecommunications assets of IBFA to First Choice. Pursuant to a Purchase Agreement (the "Agreement"), First Choice will acquire the long distance customer assets of IBFA, including IBFA's long distance customer accounts.

III. PUBLIC INTEREST STATEMENT

The proposed transfer of control described herein will serve the public interest. IBFA provides resold local and long distance services to residential and business customers nationwide. With the acquisition of IBFA's long distance assets and customer accounts by First Choice, IBFA's long distance customers will be able to continue to receive high-quality, uninterrupted services. The transaction will enhance First Choice's financial condition, expand its geographic reach and allow First Choice to be able to continue to serve those customers acquired from IBFA with domestic and international communications needs. At the same time, the proposed transaction does not present any anti-competitive issues. The transaction will be completely transparent to consumers. First Choice will continue to provide high-quality communications services to IBFA's customers without interruption and without change in rates, terms or conditions. Furthermore, the proposed transaction will not have a negative impact on competition.

II. INFORMATION REQUIRED BY SECTION 63.24(E) OF THE COMMISSION'S RULES

In support of this Application, the Applicants submit the following information pursuant to Section 63.24(e) of the Commission's Rules, including the information requested in Section 63.18:

- (a) Name, address and telephone number of the Applicants:

Transferor:

IBFA Acquisition Company, LLC
353 Sacramento Street, Suite 1500
San Francisco, CA 94111
By its Receiver

Transferee:

First Choice Technology, Inc.
903 Lake Lily Drive, Suite A-125
Maitland, FL 32751

- (b) Transferor:

IBFA (through its Receiver) is a limited liability company organized under the laws of the State of Michigan. IBFA holds domestic and international authority pursuant to section 214 of the Act. Authority was granted in File No. ITC-214-20050425-00157.

Transferee:

First Choice is a corporation organized under the laws of the State of Delaware. First Choice holds domestic and international authority pursuant to Section 214 of the Act. Authority was granted in File No. ITC-214-20050616-00232.

- (c) Correspondence concerning this Application should be sent to:

Leon Nowalsky, Esq.
Nowalsky & Gothard, APLLC
1420 Veterans Blvd.
Metairie, LA 70005
Telephone (504) 832-1984

- (d) IBFA is authorized by the Commission in File No. ITC-214-20050425-00157 to provide international telecommunications services on a global or limited global facilities-based and resale basis.

Responses (e) through (g) are not applicable to this Application.

- (h) The following individuals own 10% or more of the equity or voting interests in First Choice:

Name : Scott Howsare, an individual
Address: 903 Lake Lily Drive, Suite A125
Maitland, FL 32751
Citizenship: United States
Principal Business: Telecommunications
Percentage of
Equity in First Choice: 33.3%% direct

Name: Leon Nowalsky, an individual
Address: 1420 Veterans Blvd.
Metairie, LA 70005
Citizenship: United States
Principal Business: Attorney at Law, Investor
Percentage of
Equity in First Choice: 33.3% direct

Name: Ava Rosenberg, an individual
Address: 1420 Veterans Blvd.
Metairie, LA 70005
Citizenship: United States
Principal Business: Shareholder
Percentage of
Equity in First Choice: 33.3% direct

No other person or entity holds 10% or more of the equity or voting interests
First Choice

The following individuals own 10% or more of the equity or voting interests in
IBFA Acquisition Company, LLC

Name: Telava Acquisitions, Inc., a subsidiary of Unilava,
Corp.
Address: 353 Sacramento Street, Suite 1500
San Francisco, CA 94111
Citizenship: United States
Principal Business: Telecom Holding Company
Percent Ownership: 100%

Name: Unilava, Corp.
Address: 353 Sacramento Street, Suite 1500
San Francisco, CA 94111
Citizenship: United States, Wyoming corporation

Principal
Business: Investment company
Percent Ownership: 100%

Name: Carlington HK Limited
Address: Mr. Lam Kam Hung
16 Ice House Street
Suite 1408
Central, Hong Kong
Citizenship: China
Principal
Business: Investment banking and
Trading
Percent Ownership: 38.5%

No other person or entity, either directly or indirectly, owns ten percent or more of the equity of Telava Acquisitions, Inc. Unilava, Corp, or Carlington HK Limited.

- (i) Applicants certify that they are not, and following the proposed transaction will not be, affiliated with any foreign carrier within the meaning of section 63.09(d) and (e).
- (j) The Applicants certify that they do not seek authority to provide service to any country described in paragraphs (1) through (4) of section 63.18(j).
- (k) Not applicable.
- (l) Not applicable.
- (m) Not applicable.
- (n) Applicants certify that they have not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.
- (o) Applicants certify that no party to the Application is subject to a denial of Federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988.
- (p) This international section 214 Application qualifies for streamlined processing pursuant to section 63.12 because the applicants are not affiliated with any foreign carriers; are not affiliated with any dominant U.S. carriers whose international switched or private line services the

applicant seeks authority to resell; and do not seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines. This Application therefore should be granted, pursuant to section 63.12(a), fourteen days after the date of public notice listing this Application as accepted for filing.

III. INFORMATION REQUIRED BY SECTION 63.04(B) OF THE COMMISSION'S RULES

In accordance with the requirements of Section 63.04(b) of the Commission's Rules, the additional information required for the domestic Section 214 transfer of control application is provided in *Exhibit A*.

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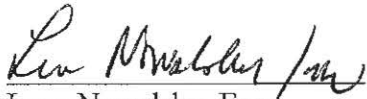
IV. CONCLUSION

Based on the foregoing, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by grant of this Application.

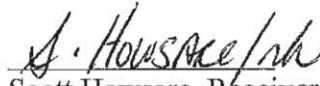
Respectfully submitted,

First Choice Technology, Inc.
("Transferee")

IBFA Acquisition Company, LLC
By its Receiver ("Transferor")



Leon Nowalsky, Esq.
Nowalsky & Gothard, APLLC
1420 Veterans Blvd.
Metairie, LA 70005



Scott Howsare, Receiver
For IBFA Acquisition Company, LLC
353 Sacramento Street, Suite 1500
San Francisco, CA 94111

Counsel to Applicants

Date: 1-8-2015

EXHIBIT A

DOMESTIC SECTION 214 TRANSFER OF CONTROL INFORMATION

In accordance with the requirements of Section 63.04(b) of the Commission's Rules, 47 C.F.R. § 63.04, the Applicants provide the following information in support of their request.

63.04(b)(6): Description of the Transaction

The proposed transaction is described in Section II of the Application.

63.04(b)(7): Description of Geographic Service Area and Services in Each Area

A description of the geographic service areas and services provided in each area is described in Sections I and IV of the Application.

63.04(b)(8): Presumption of Non-Dominance and Qualification for Streamlining

This Application is eligible for streamlined processing pursuant to Section 63.03(b)(2) of the Commission's Rules, 47 C.F.R. § 63.03(b)(2), because (1) the proposed transaction will result in First Choice (including its affiliates, as that term is defined in Section 3(1) of the Act) having a market share in the interstate, interexchange market of less than 10 percent; (2) First Choice will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction; and (3) neither First Choice or IBFA, nor any of their respective affiliates are regulated as dominant with respect to any service.

63.04(b)(9): Other Pending Commission Applications Concerning the Proposed Transaction

None.

63.04(b)(10): Special Considerations

None.

63.04(b)(11): Waiver Requests (If Any)

None.

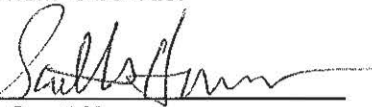
63.04(b)(12): Public Interest Statement

The proposed transaction is in the public interest for the reasons detailed in Section III of the Application.

STATE OF LOUISIANA
COUNTY OF JEFFERSON
PARISH

VERIFICATION

I, Scott Howsare, am the Receiver of specified assets of IBFA Acquisition Company, LLC, pursuant to the Order of the Circuit Court of Cook County, Illinois in Case No. 14 L 50087 on July 24, 2014, and am authorized to make this verification on its behalf. The statements made in the foregoing Application are true of my own knowledge, except as to those matters which are therein stated on information and belief, and as to those matters I believe them to be true.

By: 
Name: **Scott Howsare**
Title: **In his capacity as Receiver**

Sworn to and subscribed before me, Notary Public, in and for the State and County named above, this 14 day of August, 2014.


Notary Public

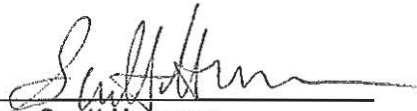
My commission expires:

LEON L. NOWALSKY
Notary Public, State of Louisiana
My Commission is issued for life
Notary Number : 4339

STATE OF LOUISIANA
COUNTY OF JEFFERSON
PARISH

VERIFICATION

I, Scott Howsare, am the President of First Choice Technology, Inc., and am authorized to make this verification on its behalf. The statements made in the foregoing Application are true of my own knowledge, except as to those matters which are therein stated on information and belief, and as to those matters I believe them to be true.

By: 
Name: **Scott Howsare**
Title: **President**

Sworn to and subscribed before me, Notary Public, in and for the State and County named above, this 14 day of August, 2014.



Notary Public

My commission expires:

LEON L. NOWALSKY
Notary Public, State of Louisiana
My Commission is issued for life.
Notary Number : 4339

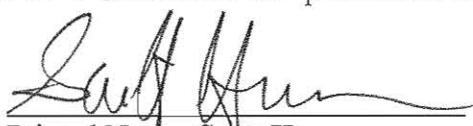
State of LOUISIANA

County of JEFFERSON
PARISH

AFFIDAVIT

The applicant below certifies that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance.

By:

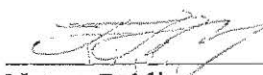


Printed Name: Scott Howsare

Title: Receiver, IBFA Acquisition
Company, LLC.

Sworn to and subscribed before me this

14th day of August, 2015


Notary Public

My commission expires AT DEATH

LEON L. NOWALSKY
Notary Public, State of Louisiana
My Commission is issued for life
Notary Number : 4339

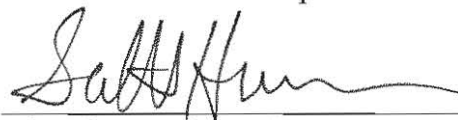
State of LOUISIANA

County of JEFFERSON
PARISH

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The applicant below certifies that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance.

By:



Printed Name: Scott Howsare

Title: President

First Choice Technology, Inc.

Sworn to and subscribed before me this

14th day of August, 2015



Notary Public

My commission expires at death

LEON L. NOWALSKY
Notary Public, State of Louisiana
My Commission is issued for life.
Notary Number : 4339